

Minutes of the Co-operative Energy Ltd Board Meeting, 11 March 1998, Maritime Union of Australia, 46 Ireland Street, West Melbourne

PRESENT: Graeme Charles, John Dick, David Griffiths and Roger Lamb
APOLOGIES: Tony Gill and William McPherson

Board Vacancy

The Secretary informed the meeting that Roger Lamb had expressed his willingness to fill the vacancy on the board.

Resolved that Roger Lamb be appointed to fill the vacancy on the board.

Norco Study

The Secretary reported that on 10 March 1998 he had spoken with Graham Monday, Registry of Co-ops (NSW), that the Norco Study was completed – hard copies were being forwarded and that it was being posted on the Registry's web site.

Subscriptions

The following resolution was carried with acclamation:

Resolved that Mr. William McPherson be deemed to have paid his annual subscription for a period of five years.

Resolved that Advantage Credit Union be deemed to have paid its annual subscription for a period of two years.

Expulsion of members.

The Secretary reported that eight (66.67%) of members were considered to have discharged their obligations and that four (33.33%) had not.

Resolved that in accordance with Rule 10.1 the following members be expelled from the co-operative because they have failed to discharge their obligations to the co-operative under Rule 13.1 which requires that members shall pay an annual subscription of \$50 payable within three months after the close of the financial year of the co-operative:

T. Gill

V. Hughes

P. McPherson

Southern Energy Co-operative Ltd

that a general meeting of members be convened at 10.00 am on 15 April 1998, Maritime Union of Australia, 46 Ireland Street, West Melbourne for dealing with these expulsions and that the members who are the subject of expulsion be advised of the meeting and their right to address the meeting on their proposed expulsions and that, further, the process for expelling a member will immediate cease with their payment of the subscription up to a decision by resolution at the general meeting.

Financial Statements

The Secretary said that Tony Gill had reiterated his concern about financial statements not being endorsed by the Board before going to the auditor.

Resolved that this meeting deems that the financial statements audited by Pobjoy, Mulhall & Associates were approved by the board before being referred for audit.

Co-opEnergy

Under Division 4 – Declaration of interests of the Co-operatives Act 1996 the Chairman and Secretary declared a potential direct or indirect interest in the development of the Co-opEnergy Purchasing Group.

It was noted that unless the board determines otherwise directors who have declared an interest must not be present during any deliberation of the board on the matter and take part in any decision of the board in relation to the matter.

The Chairman and Secretary abstained from voting on the following resolution:

Resolved that the Chairman and Secretary continue to participate in the discussion of the Co-opEnergy Purchasing Group.

David Griffiths reported that Aged Care Victoria had circulated the Co-opEnergy Authorisation Form to its members with a return date of 20 March 1998 – approximately 309 members with approximately 400 sites. He also said that either he or Graeme Charles had been contacted directly by nine agencies with a minimum of 16 sites. He also reported that the Aged Care Division of the Uniting Church had written to its Aged Care agencies regarding Co-opEnergy.

He said that immediate action would include:

- Establishing a data base of clients.
- Obtain authorisation forms
- Obtain account data and information and proposals from retailers
- Schedule the information
- Confirming contestability
- Contacting retailers

He also said there was a need to establish roles and responsibilities between himself, Graeme Charles, John Van de Graaf and Roger Lamb.

The Secretary said that after the 20 March 1998 and the discussion of roles and responsibilities that it would be possible to finally develop a business plan.

He said that he and Graeme Charles had discussed a 10% return to Co-operative Energy Ltd on income derived from Co-opEnergy

It was noted that income generated by the Co-opEnergy Purchasing Group would be paid to Co-operative Energy Ltd.

It was noted that John Van De Graaf had contributed towards the development of the Co-opEnergy Buying Group and, if acceptable to him, a continuing role.

Resolved that the Chairman and Secretary discuss with John Van de Graaf the provision of his services to the Co-opEnergy Purchasing Group including auditing.

Purchasing Victoria

There was discussion on the Tender For Contract No. A108/00 Audit/Inspection and/or Management Services for Energy, Building Access, Machinery, Safety, Quality Assurance, etc It was noted that the closing date was 2.00pm, 18 March 1998.

The Secretary suggested that the Purchasing Victoria tender was no longer as significant to the co-operative with the successful work being undertaken with aged care agencies. He noted that John Van de Graaf had made the most significant contribution to the original proposal to Purchasing Victoria that it tender for energy management services. It was also noted that the tender was most relevant to the skills and experience of John.

It was noted that the issue should be discussed with John Van de Graaf as to whether he wished to tender under the name of Co-opEnergy or individually.

It was also noted that Co-operative Energy Ltd could choose to tender for the following Management Consultancy Services:

7.6 Electrical purchasing advice and contract negotiations

7.7 Environmental services

7.8 Manage the tendering of electricity supply contract(s)

The Secretary noted that Tender No E104/00 Supply of Electricity & Associated Services was misconceived and should have allowed for a group such as Co-operative Energy Ltd to tender and it was difficult to reconcile with Tender No A108/00 which included manage the tendering of electricity supply contracts.

It was also noted that Roger Lamb was willing to be a named participant in a Co-opEnergy tender application – including the weight of his local government experience.

It was also noted that the Secretary had personally paid \$60 for Tender Nos A108/00 and E104/00.

Resolved that the Chairman and Secretary decide on the tendering for a Purchasing Victoria contract pending discussion with John Van de Graaf.

Resolved that the Chairman and Secretary will discuss respective role and responsibilities for the Co-opEnergy Purchasing Group.

New Rules

The Secretary noted that the New Rules had been emailed to directors on 3 March 1998, that he had requested directors to inform him of difficulties with receiving the files and that there had been no response.

Resolved that the New Rules be endorsed and submitted to the Deputy Registrar of Co-operatives for approval before being considered by a general meeting of members.

Meetings

The Secretary stressed the importance of monthly meetings to ensure directors were fully informed of the establishment and development of the Co-opEnergy Buying Group.

NEXT MEETING: 10.45 am, 15 April, 1998, Maritime Union of Australia, 46 Ireland Street, West Melbourne